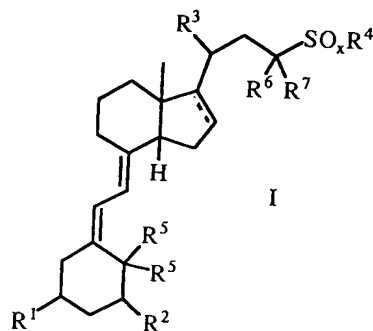


This listing of claims will replace all prior versions, and listings, of claims in the application:

Listing of Claims:

1. (Currently amended) A compound of Formula I, and pharmaceutically acceptable salts, hydrates, solvates and prodrugs thereof:



wherein

R¹ and R² are independently selected from the group consisting of OH, OC₁₋₄alkyl, and halo;

R³ is C₁₋₄alkyl;

R⁴ is selected from the group consisting of aryl and heteroaryl with both aryl and heteroaryl being unsubstituted or substituted with 1-5 groups independently selected from C₁₋₄alkyl, hydroxy-substituted C₁₋₆alkyl, OC₁₋₄alkyl, OH, CF₃, OCF₃, halo, SH, SC₁₋

₄alkyl, NH₂, nitro, NHC₁₋₄alkyl, N(C₁₋₄alkyl)(C₁₋₄alkyl), CN, C(O)OH, C(O)OC₁₋₄alkyl, C(O)NHC₁₋₄alkyl, CH=N-OC₁₋₄alkyl, NHC(O)C₁₋₄alkyl, OC(O)C₁₋₄alkyl, SOC₁₋₄alkyl, SO₂C₁₋₄alkyl, SO₂NHC₁₋₄alkyl and SO₂NH₂;

R⁵ are either both H or together form =CH₂;

R⁶ and R⁷ are ~~independently both H, C₁₋₄alkyl~~ or are taken together to form a C₃₋₆cycloalkyl ring;

x is 0-2; and

--- represents a single or a double bond.

2. (Original) The compound according to claim 1, wherein R¹ and R² are independently selected from the group consisting OH, OCH₃, and fluoro.

3. (Original) The compound according to claim 2, wherein R¹ and R² are both OH.

4. (Original) The compound according to claim 1, wherein R³ is CH₃.

5. (Previously presented) The compound according to claim 1, wherein R⁴ is selected from the group consisting of unsubstituted and substituted phenyl, pyridyl, thienyl, furanyl and pyrrolo.

6. (Original) The compound according to claim 5, wherein R⁴ is selected from unsubstituted or substituted phenyl.

7. (Original) The compound according to claim 1, wherein both aryl and heteroaryl are either unsubstituted or substituted with 1-3 groups independently selected from C₁₋₄alkyl, hydroxy-substituted C₁₋₆alkyl, OC₁₋₄alkyl, OH, CF₃, OCF₃, halo, SH, SC₁₋₄alkyl, NH₂, NHC₁₋₄alkyl, N(C₁₋₄alkyl)(C₁₋₄alkyl), CN, C(O)OH, C(O)OC₁₋₄alkyl, CH=N-OC₁₋₄alkyl, C(O)NHC₁₋₄alkyl, NHC(O)C₁₋₄alkyl, OC(O)C₁₋₄alkyl, SOC₁₋₄alkyl, SO₂C₁₋₄alkyl, SO₂NHC₁₋₄alkyl and SO₂NH₂.

8. (Original) The compound according to claim 7, wherein both aryl and heteroaryl are either unsubstituted or substituted with 1-2 groups independently selected from methyl, 3-hydroxy-3-pentyl, methoxy, OH, CF₃, OCF₃, halo, NH₂, NMe₂ and CH=N-OMe.

9. (Original) The compound according to claim 8, wherein both aryl and heteroaryl are either unsubstituted or substituted with 1-2 groups independently selected from methyl, 3-hydroxy-3-pentyl, Cl, F and CH=N-OMe.

10. (Previously presented) The compound according to claim 6, wherein R⁴ is selected from the group consisting of phenyl,

4-chlorophenyl, 3,4-dichlorophenyl, 4-fluorophenyl,
4-methylphenyl, 3,4-difluorophenyl, 4-(3-hydroxy-3-pentyl)phenyl,
4-(CH=N-OMe)phenyl, 4-methoxyphenyl, 4-trifluoromethylphenyl and
4-nitrophenyl.

11. (Withdrawn) The compound according to claim 10, wherein R⁴
is selected from the group consisting of 4-chlorophenyl, 3,4-
dichlorophenyl, 4-(3-hydroxy-3-pentyl)phenyl, 4-fluorophenyl and
4-methylphenyl.

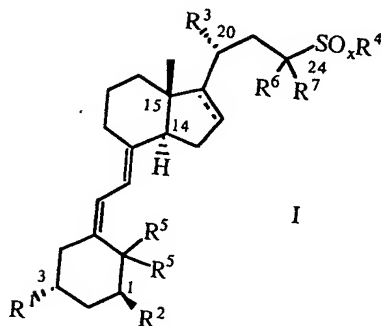
12. (Canceled).

13. (Currently amended) The compound according to claim ~~12~~ 1,
wherein R⁶ and R⁷ are both H or are taken together to form a
C₃₋₄cycloalkyl ring.

14. (Original) The compound according to claim 1, wherein x
is 2.

15. (Original) The compound according to claim 1, wherein ----
represents a single bond.

16. (Currently amended) A compound of Formula I, and pharmaceutically acceptable salts, hydrates, solvates and prodrugs thereof:



wherein

R¹ and R² are independently selected from the group consisting of OH, OC₁₋₄alkyl, and halo;

R³ is C₁₋₄alkyl;

R⁴ is selected from the group consisting of aryl and heteroaryl with both aryl and heteroaryl being unsubstituted or substituted with 1-5 groups independently selected from C₁₋₄alkyl,

hydroxy-substituted C₁₋₆alkyl, OC₁₋₄alkyl; OH, CF₃, OCF₃, halo, SH, SC₁₋₄alkyl, NH₂, nitro, NHC₁₋₄alkyl, N(C₁₋₄alkyl)(C₁₋₄alkyl), CN,

C(O)OH, C(O)OC₁₋₄alkyl, C(O)NHC₁₋₄alkyl, NHC(O)C₁₋₄alkyl,

OC(O)C₁₋₄alkyl, SOC₁₋₄alkyl, SO₂C₁₋₄alkyl, SO₂NHC₁₋₄alkyl and SO₂NH₂;

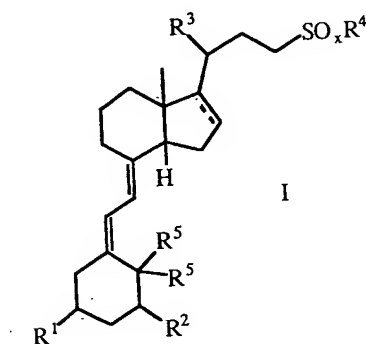
R⁵ are either both H or together form =CH₂;

R⁶ and R⁷ are ~~independently both H, C₁₋₄alkyl~~ or are taken together to form a C₃₋₆cycloalkyl ring;

x is 0-2; and

--- represents a single or a double bond.

17. (Previously presented) A compound of Formula I, and pharmaceutically acceptable salts, hydrates, solvates and prodrugs thereof:



wherein

R¹ and R² are independently selected from the group consisting of OH, OC₁₋₄alkyl, and halo;

R³ is C₁₋₄alkyl;

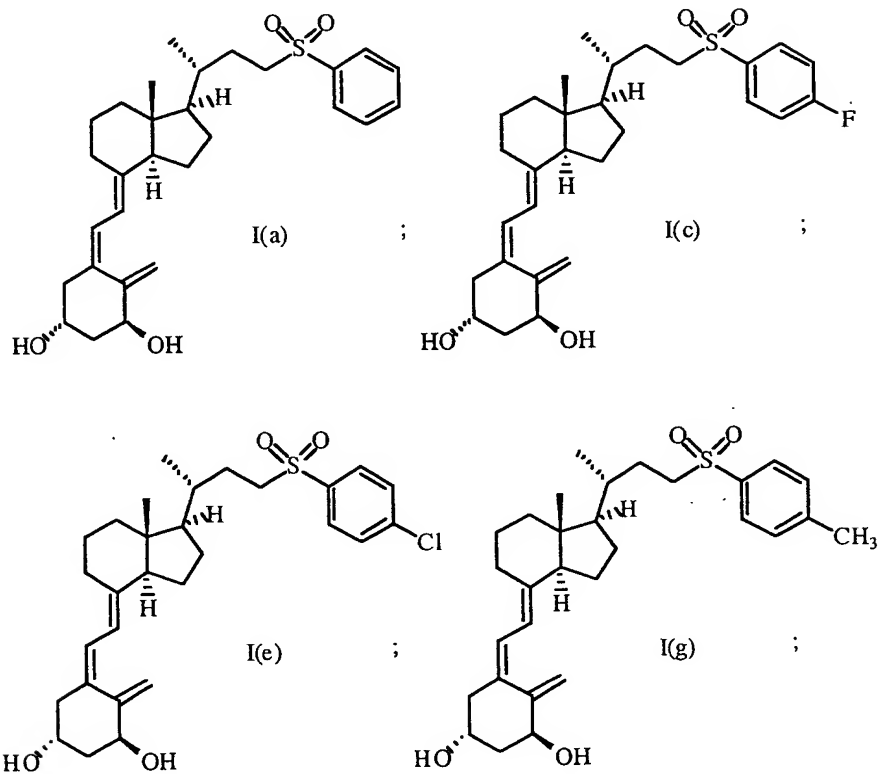
R⁴ is selected from the group consisting of aryl and heteroaryl with both aryl and heteroaryl being unsubstituted or substituted with 1-5 groups independently selected from C₁₋₄alkyl, hydroxy-substituted C₁₋₆alkyl, OC₁₋₄alkyl, OH, CF₃, OCF₃, halo, SH, SC₁₋₄alkyl, NH₂, nitro, NHC₁₋₄alkyl, N(C₁₋₄alkyl)(C₁₋₄alkyl), CN, C(O)OH, C(O)OC₁₋₄alkyl, C(O)NHC₁₋₄alkyl, CH=N-OC₁₋₄alkyl, NHC(O)C₁₋₄alkyl, OC(O)C₁₋₄alkyl, SOC₁₋₄alkyl, SO₂C₁₋₄alkyl, SO₂NHC₁₋₄alkyl and SO₂NH₂;

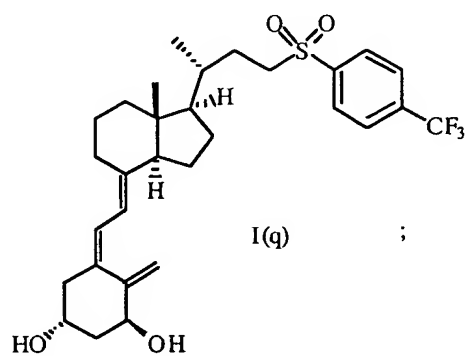
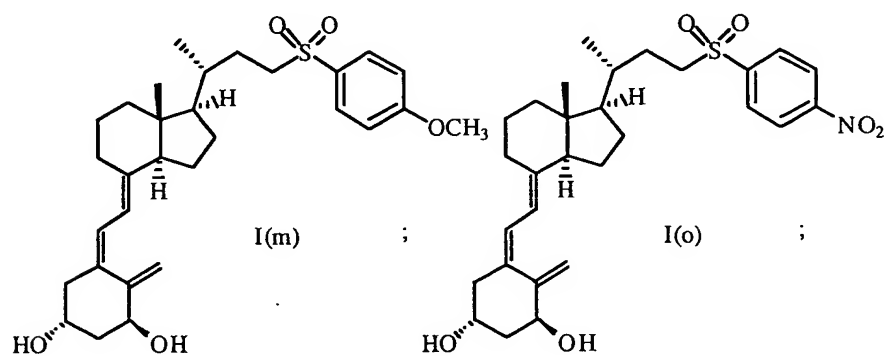
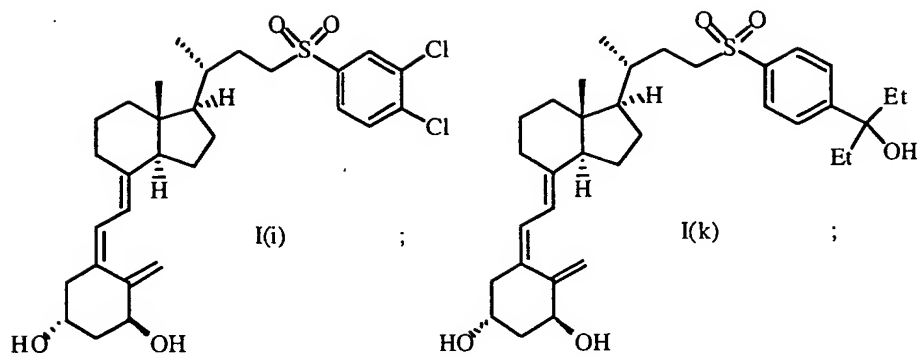
R⁵ are either both H or together form =CH₂;

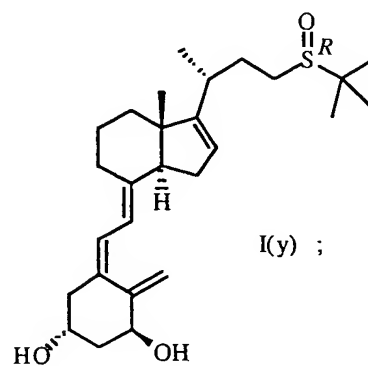
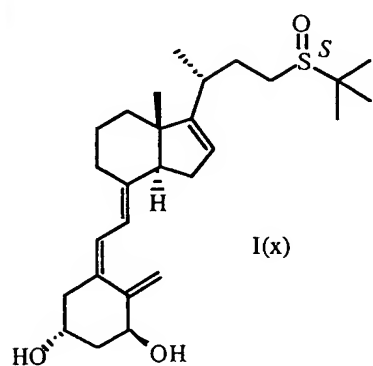
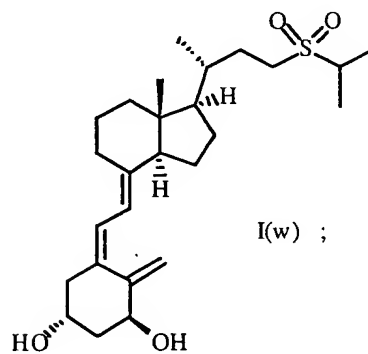
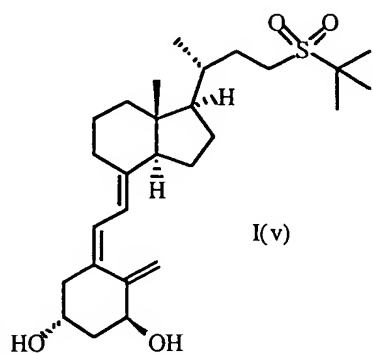
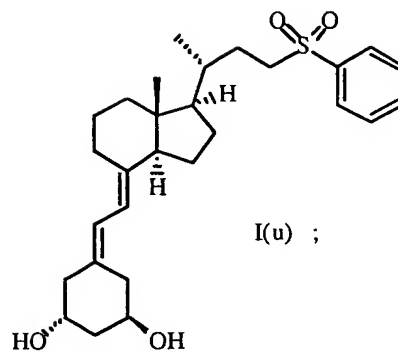
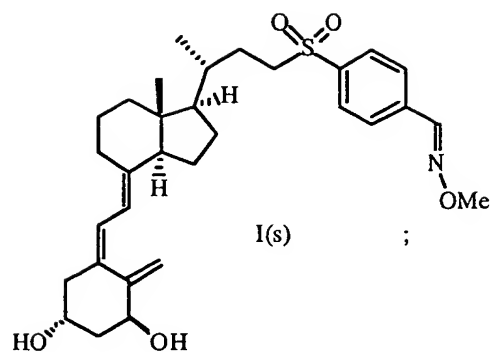
x is 0-2; and

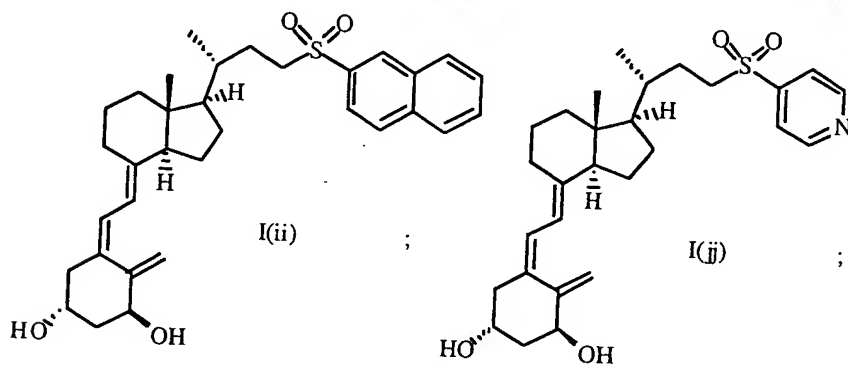
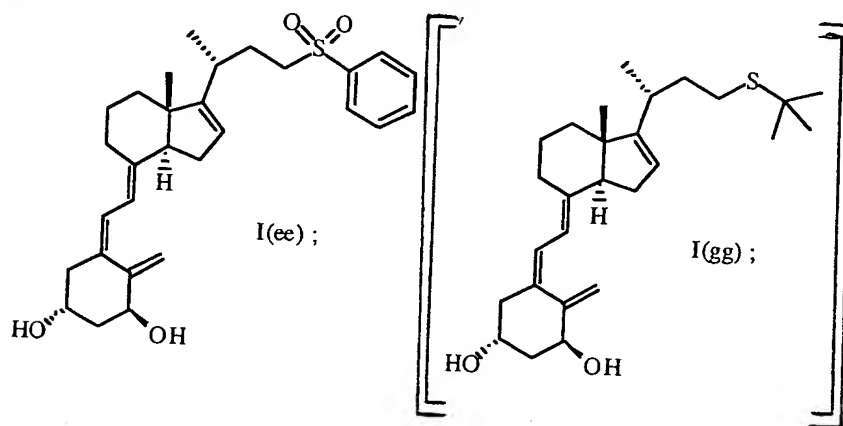
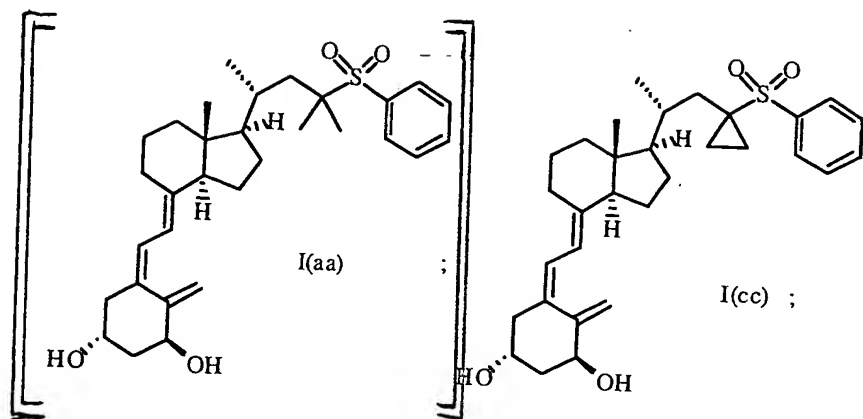
--- represents a single or a double bond.

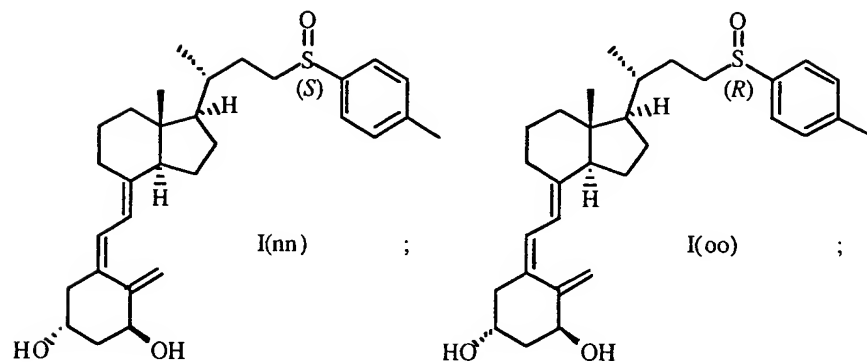
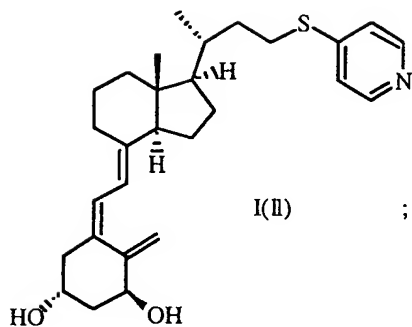
18. (Currently amended) The compound according to claim 1
selected from the group consisting of:











and pharmaceutically acceptable salts, hydrates, solvates and prodrugs thereof.

19. (Previously presented) The compound according to claim 18, selected from the group consisting of I(a), I(e), I(g), I(i), I(m), I(o), I(q), I(u), I(cc), I(ee), I(jj), I(ll), I(nn) and I(oo).

20. (Previously presented) The compound according to claim 18, selected from the group consisting of I(a), I(e), I(g), I(i), I(u), I(cc), I(ee), I(jj), I(nn) and I(oo).

21-22. (Canceled).

23. (Original) A pharmaceutical composition comprising a compound according to claim 1 and a pharmaceutically acceptable carrier.

24-67. (Canceled).